



ENTERED
TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
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The following constitutes the ruling of the court and has the force and effect therein described.

Signed April 29, 2009

Harlin DeWayne Hale
United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

ESPRE SOLUTIONS, INC.,

Debtor.

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Case No. 09-30572-HDH-11

**FINDINGS OF FACT AND CONCLUSIONS OF LAW REGARDING
(1) PLAN MODIFICATION MOTION [DOCKET NO. 92];
(2) SECOND PLAN MODIFICATION MOTION [DOCKET NO. 102]; AND
(3) THIRD PLAN MODIFICATION MOTION [DOCKET NO. 113]**

Came on for consideration, the: (1) Motion for Determination That the Plan Modifications Do Not Adversely Affect Any Accepting Creditor That Has Not Accepted the Modifications in Writing [Docket No. 92], filed on April 16, 2009; (2) Motion for Determination That the Second Plan Modifications Do Not Adversely Affect Any Accepting Creditor That Has Not Accepted the Modifications in Writing [Docket No. 102], filed on April 22, 2009; and (3) Motion for Determination That the Third Plan Modifications Do Not Adversely Affect Any Accepting Creditor That Has Not

Accepted the Modifications in Writing [Docket No. 113], filed on April 24, 2009, collectively the “*Plan Modification Motions*”. The Court, after noting that due notice has been given, as to each Plan Modification Motion, to all parties-in-interest at the Confirmation Hearing and after the consideration of the evidence submitted and the arguments of counsel during the confirmation hearing makes the following findings of fact and conclusions of law:

FINDINGS OF FACT

1. Adequate information was contained in the Second Amended Disclosure Statement in this case as set forth in Section 1125 of the Code.
2. The Second Amended Plan of Reorganization was not modified in such a manner that either classification or treatment of any creditor was materially altered in an adverse manner.
3. The Plan Modification Motions do not cause a material adverse change to the treatment of any class of creditors or interests who have not accepted the Plan Modifications in writing. Dalcour, Inc., and Video Software Partners, LLC/Greg Somers/Video Partners, LLC have specifically accepted the Plan Modifications.
4. Notice sent to the twenty (20) largest creditors and those requesting notice is sufficient notice for modifications that do not cause a material adverse change to the treatment of creditors or interest holders.

CONCLUSIONS OF LAW

1. The Second Amended Plan of Reorganization, as thrice modified, does not violate Sections 1122 and 1123 of the Code.
2. The Second Amended Plan of Reorganization, as thrice modified, meets all of the requirements of Section 1129 of the Code.

3. The Debtor met the qualifications of Section 1125 of the Code by virtue of the Second Amended Disclosure Statement.

4. All creditors and interest holders who voted in favor of the Second Amended Plan of Reorganization are deemed to have accepted the Plan Modifications.

END OF ORDER

SUBMITTED BY:

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